

**Fill in this information to identify the case:**

Debtor name Brio Systems, Inc.

United States Bankruptcy Court for the: \_\_\_\_\_ District of Delaware  
(State)

Case number (if known): \_\_\_\_\_

☐ Check if this is an amended filing

**Official Form 207****Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy****04/22**

The debtor must answer every question. If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and case number (if known).

**Part 1: Income****1. Gross revenue from business**

☐ None

Identify the beginning and ending dates of the debtor's fiscal year, which may be a calendar year

Sources of revenue  
Check all that apply

Gross revenue  
(before deductions and exclusions)

From the beginning of the fiscal year to filing date:

From 01/01/2023 to Filing date  
MM / DD / YYYY

☒ Operating a business  
☐ Other \_\_\_\_\_

\$ 840,508

For prior year:

From 01/01/2022 to 12/31/2022  
MM / DD / YYYY

☒ Operating a business  
☐ Other \_\_\_\_\_

\$ 20,543,992

For the year before that:

From 01/01/2021 to 12/31/2021  
MM / DD / YYYY

☒ Operating a business  
☐ Other \_\_\_\_\_

\$ 50,407,662

**2. Non-business revenue**

Include revenue regardless of whether that revenue is taxable. *Non-business income* may include interest, dividends, money collected from lawsuits, and royalties. List each source and the gross revenue for each separately. Do not include revenue listed in line 1.

☒ None

Description of sources of revenue

Gross revenue from each source  
(before deductions and exclusions)

From the beginning of the fiscal year to filing date:

From \_\_\_\_\_ to Filing date  
MM / DD / YYYY

\_\_\_\_\_ \$ \_\_\_\_\_

For prior year:

From \_\_\_\_\_ to \_\_\_\_\_  
MM / DD / YYYY

\_\_\_\_\_ \$ \_\_\_\_\_

For the year before that:

From \_\_\_\_\_ to \_\_\_\_\_  
MM / DD / YYYY

\_\_\_\_\_ \$ \_\_\_\_\_

Debtor Brio Systems, Inc. Case number (if known) \_\_\_\_\_  
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**Part 2: List Certain Transfers Made Before Filing for Bankruptcy**

**3. Certain payments or transfers to creditors within 90 days before filing this case**

List payments or transfers—including expense reimbursements—to any creditor, other than regular employee compensation, within 90 days before filing this case unless the aggregate value of all property transferred to that creditor is less than \$7,575. (This amount may be adjusted on 4/01/25 and every 3 years after that with respect to cases filed on or after the date of adjustment.)

☐ None

Creditor's name and address	Dates	Total amount or value	Reasons for payment or transfer <i>Check all that apply</i>
3.1. Nillam Logistics Fulfillment Creditor's name 2117 Corporate Dr Street Boynton Beach, FL 33426 City State ZIP Code	3/31/23 4/10/23 5/12/23	\$26,500	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input checked="" type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input type="checkbox"/> Other
3.2. Johnson Controls Creditor's name 5757 N Green Bay Ave Street Milwaukee, WI 53209 City State ZIP Code	5/11/23	\$ 82,400	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input checked="" type="checkbox"/> Services <input type="checkbox"/> Other

**4. Payments or other transfers of property made within 1 year before filing this case that benefited any insider**

List payments or transfers, including expense reimbursements, made within 1 year before filing this case on debts owed to an insider or guaranteed or cosigned by an insider unless the aggregate value of all property transferred to or for the benefit of the insider is less than \$7,575. (This amount may be adjusted on 4/01/25 and every 3 years after that with respect to cases filed on or after the date of adjustment.) Do not include any payments listed in line 3. *Insiders* include officers, directors, and anyone in control of a corporate debtor and their relatives; general partners of a partnership debtor and their relatives; affiliates of the debtor and insiders of such affiliates; and any managing agent of the debtor. 11 U.S.C. § 101(31).

☐ None

Insider's name and address	Dates	Total amount or value	Reasons for payment or transfer
4.1. See Attachment SOFA 1 Insider's name Street City State ZIP Code		\$	
Relationship to debtor			
4.2.		\$	
Insider's name Street City State ZIP Code			
Relationship to debtor			

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**5. Repossessions, foreclosures, and returns**

List all property of the debtor that was obtained by a creditor within 1 year before filing this case, including property repossessed by a creditor, sold at a foreclosure sale, transferred by a deed in lieu of foreclosure, or returned to the seller. Do not include property listed in line 6.

☒ None

Creditor's name and address	Description of the property	Date	Value of property
5.1. Creditor's name _____ Street _____ City State ZIP Code	_____ _____ _____	_____ _____ _____	\$ _____
5.2. Creditor's name _____ Street _____ City State ZIP Code	_____ _____ _____	_____ _____ _____	\$ _____

**6. Setoffs**

List any creditor, including a bank or financial institution, that within 90 days before filing this case set off or otherwise took anything from an account of the debtor without permission or refused to make a payment at the debtor's direction from an account of the debtor because the debtor owed a debt.

☒ None

Creditor's name and address	Description of the action creditor took	Date action was taken	Amount
Creditor's name _____ Street _____ City State ZIP Code	_____ _____ _____ Last 4 digits of account number: XXXX- ____	_____ _____ _____	\$ _____

**Part 3: Legal Actions or Assignments****7. Legal actions, administrative proceedings, court actions, executions, attachments, or governmental audits**

List the legal actions, proceedings, investigations, arbitrations, mediations, and audits by federal or state agencies in which the debtor was involved in any capacity—within 1 year before filing this case.

☒ None

Case title	Nature of case	Court or agency's name and address	Status of case
7.1. Case title _____ Case number _____ _____ Case title _____ Case number _____ _____	_____ _____ _____ _____ _____ _____ _____	_____ Name _____ Street _____ City State ZIP Code _____ Name _____ Street _____ City State ZIP Code	<input type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded  <input type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded

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**8. Assignments and receivership**

List any property in the hands of an assignee for the benefit of creditors during the 120 days before filing this case and any property in the hands of a receiver, custodian, or other court-appointed officer within 1 year before filing this case.

☒ None

Custodian's name and address	Description of the property	Value
Custodian's name Street City State ZIP Code	Case title Case number Date of order or assignment	\$ Court name and address Name Street City State ZIP Code

**Part 4: Certain Gifts and Charitable Contributions****9. List all gifts or charitable contributions the debtor gave to a recipient within 2 years before filing this case unless the aggregate value of the gifts to that recipient is less than \$1,000**☐ None

Recipient's name and address	Description of the gifts or contributions	Dates given	Value
9.1. <u>Givinga Foundation</u> Recipient's name <u>396 Washington St. Suite 307</u> Street <u>Wellesley, Massachusetts 02481</u> City State ZIP Code Recipient's relationship to debtor	<u>Employee directed corporate donation</u>	<u>6/3/22</u>	<u>\$20,000</u>
9.2. <u>Momentum Innovative Disability Services</u> Recipient's name <u>6430 Independence Avenue</u> Street <u>Woodland Hills, CA 91367</u> City State ZIP Code Recipient's relationship to debtor	<u>COVID-19 Services (software, labor, and tests)</u>	<u>Since 03 2021</u>	<u>\$41,000</u>

**Part 5: Certain Losses****10. All losses from fire, theft, or other casualty within 1 year before filing this case.**☒ None

Description of the property lost and how the loss occurred	Amount of payments received for the loss If you have received payments to cover the loss, for example, from insurance, government compensation, or tort liability, list the total received. List unpaid claims on Official Form 106A/B (Schedule A/B: Assets – Real and Personal Property).	Date of loss	Value of property lost
_____ _____	_____ _____	_____	\$ _____

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**Part 6: Certain Payments or Transfers**

**11. Payments related to bankruptcy**

List any payments of money or other transfers of property made by the debtor or person acting on behalf of the debtor within 1 year before the filing of this case to another person or entity, including attorneys, that the debtor consulted about debt consolidation or restructuring, seeking bankruptcy relief, or filing a bankruptcy case.

☐ None

Who was paid or who received the transfer?	If not money, describe any property transferred	Dates	Total amount or value
11.1. <u>Geoffrey T. Raicht</u>  <b>Address</b> <u>41 Purdy Ave</u> Street <u>P0 Box 1074</u> <u>Rye, NY 10580</u> City State ZIP Code  <b>Email or website address</b> <u>https://www.raichtlawpc.com/</u>  <b>Who made the payment, if not debtor?</b> _____	_____ _____ _____	<u>3/23/23,</u> <u>4/21/23</u>	<u>\$ 30,000</u>

Who was paid or who received the transfer?	If not money, describe any property transferred	Dates	Total amount or value
11.2. <u>Chipman Brown Cicero &amp; Cole, LLP</u>  <b>Address</b> <u>1313 N. Market Street, Suite 5400</u> Street  <u>Wilmington, Delaware 19801</u> City State ZIP Code  <b>Email or website address</b> <u>https://www.chipmanbrown.com/</u>  <b>Who made the payment, if not debtor?</b> _____	_____ _____ _____	<u>5/18/23</u>	<u>\$15,000</u>

**12. Self-settled trusts of which the debtor is a beneficiary**

List any payments or transfers of property made by the debtor or a person acting on behalf of the debtor within 10 years before the filing of this case to a self-settled trust or similar device.  
Do not include transfers already listed on this statement.

☒ None

Name of trust or device	Describe any property transferred	Dates transfers were made	Total amount or value
_____  <b>Trustee</b> _____ _____	_____ _____ _____	_____ _____ _____	\$ _____

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**13. Transfers not already listed on this statement**

List any transfers of money or other property—by sale, trade, or any other means—made by the debtor or a person acting on behalf of the debtor within 2 years before the filing of this case to another person, other than property transferred in the ordinary course of business or financial affairs. Include both outright transfers and transfers made as security. Do not include gifts or transfers previously listed on this statement.

☒ None

Who received transfer?	Description of property transferred or payments received or debts paid in exchange	Date transfer was made	Total amount or value
13.1. _____	_____	_____	\$ _____
<b>Address</b> _____ Street _____ _____ City State ZIP Code			
<b>Relationship to debtor</b> _____			
13.2. _____	_____	_____	\$ _____
<b>Address</b> _____ Street _____ _____ City State ZIP Code			
<b>Relationship to debtor</b> _____			

**Part 7: Previous Locations****14. Previous addresses**

List all previous addresses used by the debtor within 3 years before filing this case and the dates the addresses were used.

☐ Does not apply

Address	Dates of occupancy	
14.1. 519 Somerville Ave Street 334 Somerville, MA 02143 City State ZIP Code	From 05/2020	To 08/2022
14.2. 2 Ave. de Lafayette Street 4th Floor Boston, MA 02111 City State ZIP Code	From 03/2018	To 05/2020

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**Part 8: Health Care Bankruptcies****15. Health Care bankruptcies**

Is the debtor primarily engaged in offering services and facilities for:

- diagnosing or treating injury, deformity, or disease, or
- providing any surgical, psychiatric, drug treatment, or obstetric care?

- ☐ No. Go to Part 9.
- ☒ Yes. Fill in the information below.

Facility name and address	Nature of the business operation, including type of services the debtor provides	If debtor provides meals and housing, number of patients in debtor's care
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15.1. <u>Electronic / Virtual</u> Facility name	<u>COVID-19 Services</u>	
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Street	Location where patient records are maintained (if different from facility address). If electronic, identify any service provider.	How are records kept?
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<u>Amazon Web Services</u>	Check all that apply: <input checked="" type="checkbox"/> Electronically <input type="checkbox"/> Paper
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City State ZIP Code

Facility name and address	Nature of the business operation, including type of services the debtor provides	If debtor provides meals and housing, number of patients in debtor's care
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15.2. _____ Facility name		
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Street	Location where patient records are maintained (if different from facility address). If electronic, identify any service provider.	How are records kept?
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City State ZIP Code	Check all that apply: <input type="checkbox"/> Electronically <input type="checkbox"/> Paper
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**Part 9: Personally Identifiable Information****16. Does the debtor collect and retain personally identifiable information of customers?**

- ☐ No.
- ☒ Yes. State the nature of the information collected and retained. Patient Electronic Health Record

Does the debtor have a privacy policy about that information?

- ☐ No
- ☒ Yes

**17. Within 6 years before filing this case, have any employees of the debtor been participants in any ERISA, 401(k), 403(b), or other pension or profit-sharing plan made available by the debtor as an employee benefit?**

- ☐ No. Go to Part 10.
- Yes. Does the debtor serve as plan administrator?

- ☐ No. Go to Part 10.

- ☒ Yes. Fill in below:

Name of plan	Employer identification number of the plan
<u>401(k)</u>	EIN: <u>8 2</u> - <u>0 6 8 4 0 8 0</u>

Has the plan been terminated?

- ☒ No
- ☐ Yes

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**Part 10: Certain Financial Accounts, Safe Deposit Boxes, and Storage Units****18. Closed financial accounts**

Within 1 year before filing this case, were any financial accounts or instruments held in the debtor's name, or for the debtor's benefit, closed, sold, moved, or transferred?

Include checking, savings, money market, or other financial accounts; certificates of deposit; and shares in banks, credit unions, brokerage houses, cooperatives, associations, and other financial institutions.

☒ None

Financial institution name and address	Last 4 digits of account number	Type of account	Date account was closed, sold, moved, or transferred	Last balance before closing or transfer
18.1. Name _____ Street _____ City _____ State _____ ZIP Code _____	XXXX-____-____-____	<input type="checkbox"/> Checking <input type="checkbox"/> Savings <input type="checkbox"/> Money market <input type="checkbox"/> Brokerage <input type="checkbox"/> Other _____	_____	\$ _____
18.2. Name _____ Street _____ City _____ State _____ ZIP Code _____	XXXX-____-____-____	<input type="checkbox"/> Checking <input type="checkbox"/> Savings <input type="checkbox"/> Money market <input type="checkbox"/> Brokerage <input type="checkbox"/> Other _____	_____	\$ _____

**19. Safe deposit boxes**

List any safe deposit box or other depository for securities, cash, or other valuables the debtor now has or did have within 1 year before filing this case.

☒ None

Depository institution name and address	Names of anyone with access to it	Description of the contents	Does debtor still have it?
Name _____ Street _____ City _____ State _____ ZIP Code _____	_____ _____ _____ <b>Address</b> _____ _____	_____ _____ _____	<input type="checkbox"/> No <input type="checkbox"/> Yes

**20. Off-premises storage**

List any property kept in storage units or warehouses within 1 year before filing this case. Do not include facilities that are in a part of a building in which the debtor does business.

☒ None

Facility name and address	Names of anyone with access to it	Description of the contents	Does debtor still have it?
<u>Nillam Logistics</u> Name <u>2117 Corporate Dr</u> Street <u>Boynton Beach, FL 33426</u> City State ZIP Code	<u>Julian Toro, Benjamin Mallin</u> _____ _____ <b>Address</b> _____ _____	<u>COVID-19 tests and supplies</u> _____ _____	<input checked="" type="checkbox"/> No <input type="checkbox"/> Yes



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**Part 11: Property the Debtor Holds or Controls That the Debtor Does Not Own****21. Property held for another**

List any property that the debtor holds or controls that another entity owns. Include any property borrowed from, being stored for, or held in trust. Do not list leased or rented property.

☒ None

Owner's name and address	Location of the property	Description of the property	Value
Name			\$ _____
Street			
City	State	ZIP Code	

**Part 12: Details About Environmental Information**

For the purpose of Part 12, the following definitions apply:

- *Environmental law* means any statute or governmental regulation that concerns pollution, contamination, or hazardous material, regardless of the medium affected (air, land, water, or any other medium).
- *Site* means any location, facility, or property, including disposal sites, that the debtor now owns, operates, or utilizes or that the debtor formerly owned, operated, or utilized.
- *Hazardous material* means anything that an environmental law defines as hazardous or toxic, or describes as a pollutant, contaminant, or a similarly harmful substance.

Report all notices, releases, and proceedings known, regardless of when they occurred.

**22. Has the debtor been a party in any judicial or administrative proceeding under any environmental law?** Include settlements and orders.

☒ No

☐ Yes. Provide details below.

Case title	Court or agency name and address	Nature of the case	Status of case	
Case number	Name		<input type="checkbox"/> Pending	
	Street		<input type="checkbox"/> On appeal	
	City	State	ZIP Code	<input type="checkbox"/> Concluded

**23. Has any governmental unit otherwise notified the debtor that the debtor may be liable or potentially liable under or in violation of an environmental law?**

☒ No

☐ Yes. Provide details below.

Site name and address	Governmental unit name and address	Environmental law, if known	Date of notice
Name	Name		
Street	Street		
City	State	ZIP Code	City

Debtor Brio Systems, Inc. Case number (if known) \_\_\_\_\_  
Name

24. Has the debtor notified any governmental unit of any release of hazardous material?

- ☒ No  
☐ Yes. Provide details below.

Site name and address	Governmental unit name and address	Environmental law, if known	Date of notice
Name _____	Name _____	_____	_____
Street _____	Street _____	_____	
_____	_____	_____	
City _____ State _____ ZIP Code _____	City _____ State _____ ZIP Code _____		

**Part 13: Details About the Debtor's Business or Connections to Any Business**

25. Other businesses in which the debtor has or has had an interest

List any business for which the debtor was an owner, partner, member, or otherwise a person in control within 6 years before filing this case. Include this information even if already listed in the Schedules.

- ☒ None

Business name and address	Describe the nature of the business	Employer Identification number Do not include Social Security number or ITIN.
25.1. _____ Name _____ Street _____ City _____ State _____ ZIP Code _____	_____ _____ _____	EIN: _____ - _____ <b>Dates business existed</b> From _____ To _____
25.2. _____ Name _____ Street _____ City _____ State _____ ZIP Code _____	_____ _____ _____	EIN: _____ - _____ <b>Dates business existed</b> From _____ To _____
25.3. _____ Name _____ Street _____ City _____ State _____ ZIP Code _____	_____ _____ _____	EIN: _____ - _____ <b>Dates business existed</b> From _____ To _____

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**26. Books, records, and financial statements**

26a. List all accountants and bookkeepers who maintained the debtor's books and records within 2 years before filing this case.

☐ None

Name and address	Dates of service
26a.1. <u>The DMF Group</u> <small>Name</small> <u>16 NORTH SQUARE</u> <small>Street</small> <u>SUITE 1</u> <u>BOSTON, MA 02113</u> <small>City State ZIP Code</small>	From <u>May</u> <u>2020</u> To <u>Jun</u> <u>2021</u>

Name and address	Dates of service
26a.2. <u>Bennett Thrasher</u> <small>Name</small> <u>3300 Riverwood Pkwy</u> <small>Street</small> <u>#700</u> <u>Atlanta, GA 30339</u> <small>City State ZIP Code</small>	From <u>Feb</u> <u>2021</u> To <u>May</u> <u>2023</u>

26b. List all firms or individuals who have audited, compiled, or reviewed debtor's books of account and records or prepared a financial statement within 2 years before filing this case.

☐ None

Name and address	Dates of service
26b.1. <u>The DMF Group</u> <small>Name</small> <u>16 NORTH SQUARE</u> <small>Street</small> <u>SUITE 1</u> <u>BOSTON, MA 02113</u> <small>City State ZIP Code</small>	From <u>May</u> <u>2020</u> To <u>Dec</u> <u>2023</u>

Name and address	Dates of service
26b.2. <u>Bennett Thrasher</u> <small>Name</small> <u>3300 Riverwood Pkwy</u> <small>Street</small> <u>#700</u> <u>Atlanta, GA 30339</u> <small>City State ZIP Code</small>	From <u>Feb</u> <u>2021</u> To <u>May</u> <u>2023</u>

26c. List all firms or individuals who were in possession of the debtor's books of account and records when this case is filed.

☐ None

Name and address	If any books of account and records are unavailable, explain why
26c.1. <u>Bennett Thrasher</u> <small>Name</small> <u>3300 Riverwood Pkwy</u> <small>Street</small> <u>#700</u> <u>Atlanta, GA 30339</u> <small>City State ZIP Code</small>	<u>Brio lost access to</u> <u>bookkeeping and accounting</u> <u>service with Bennett</u> <u>Thrasher archiving account</u>

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Case number (if known) \_\_\_\_\_

**Name and address****If any books of account and records are unavailable, explain why**

26c.2.

Name \_\_\_\_\_

Street \_\_\_\_\_

City \_\_\_\_\_

State \_\_\_\_\_

ZIP Code \_\_\_\_\_

26d. List all financial institutions, creditors, and other parties, including mercantile and trade agencies, to whom the debtor issued a financial statement within 2 years before filing this case.

☐ None
**Name and address**

26d.1.

Bennett Thrasher

Name \_\_\_\_\_

3300 Riverwood Pkwy #700

Street \_\_\_\_\_

Atlanta, GA 30339

City \_\_\_\_\_

State \_\_\_\_\_

ZIP Code \_\_\_\_\_

**Name and address**

26d.2.

Name \_\_\_\_\_

Street \_\_\_\_\_

City \_\_\_\_\_

State \_\_\_\_\_

ZIP Code \_\_\_\_\_

**27. Inventories**

Have any inventories of the debtor's property been taken within 2 years before filing this case?

☐ No

☒ Yes. Give the details about the two most recent inventories.
**Name of the person who supervised the taking of the inventory****Date of inventory****The dollar amount and basis (cost, market, or other basis) of each inventory**

Julian Toro

5/17/23

\$ 99,982.65 (cost)

**Name and address of the person who has possession of inventory records**

27.1.

Bennett Thrasher

Name \_\_\_\_\_

3300 Riverwood Pkwy #700

Street \_\_\_\_\_

Atlanta, GA 30339

City \_\_\_\_\_

State \_\_\_\_\_

ZIP Code \_\_\_\_\_

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Name of the person who supervised the taking of the inventory

Date of  
inventory

The dollar amount and basis (cost, market, or  
other basis) of each inventory

\$ \_\_\_\_\_

Name and address of the person who has possession of inventory records

27.2.

Name

Street

City

State

ZIP Code

28. List the debtor's officers, directors, managing members, general partners, members in control, controlling shareholders, or other people in control of the debtor at the time of the filing of this case.

Name	Address	Position and nature of any interest	% of interest, if any
<u>Boris Lipchin</u>	<u>124 Damon Rd Needham, MA 02494</u>	<u>CEO &amp; Director</u>	<u>31.05%</u>
<u>One Way Ventures</u>	<u>55 Court St Fl 2, Boston, MA 02203</u>	<u>Investors &amp; Director</u>	<u>22.31%</u>
<u>Cynthia Mottershead</u>	<u>110 PATCH MEADOW LN CARLISLE, MA 01741</u>	<u>Chief Technology Officer</u>	<u>1.16%</u>
<u>Brett Maloley</u>	<u>124 Lukes Wood Road New Canaan, CT 06840</u>	<u>Officer</u>	<u>0%</u>
<u>Alan Rubin</u>	<u>14 Comstock Court Ridgefield, CT 06877</u>	<u>Director</u>	<u>0%</u>

29. Within 1 year before the filing of this case, did the debtor have officers, directors, managing members, general partners, members in control of the debtor, or shareholders in control of the debtor who no longer hold these positions?

- ☐ No  
☒ Yes. Identify below.

Name	Address	Position and nature of any interest	Period during which position or interest was held
<u>Thos Niles</u>	<u>152 PLEASANT ST APT B ARLINGTON, MA</u>	<u>Former Chief Operating Officer &amp; Former Director</u>	From <u>5/1/23</u> To <u>4/1/23</u>
_____	_____	_____	From _____ To _____
_____	_____	_____	From _____ To _____
_____	_____	_____	From _____ To _____

30. Payments, distributions, or withdrawals credited or given to insiders

Within 1 year before filing this case, did the debtor provide an insider with value in any form, including salary, other compensation, draws, bonuses, loans, credits on loans, stock redemptions, and options exercised?

- ☐ No  
☒ Yes. Identify below.

Name and address of recipient	Amount of money or description and value of property	Dates	Reason for providing the value
30.1. <u>See Attached Exhibit for SOFA 1</u>	_____	_____	_____
Name	_____	_____	_____
Street	_____	_____	_____
_____	_____	_____	_____
City	State	ZIP Code	_____
Relationship to debtor	_____	_____	_____
_____	_____	_____	_____

Debtor Brio Systems, Inc. Case number (if known) \_\_\_\_\_  
Name

**Name and address of recipient**

30.2

Name

Street

City

State

ZIP Code

**Relationship to debtor**

31. **Within 6 years before filing this case, has the debtor been a member of any consolidated group for tax purposes?**

☒ No

☐ Yes. Identify below.

**Name of the parent corporation**

**Employer Identification number of the parent corporation**

EIN: \_\_\_\_\_

32. **Within 6 years before filing this case, has the debtor as an employer been responsible for contributing to a pension fund?**

☒ No

☐ Yes. Identify below.

**Name of the pension fund**

**Employer Identification number of the pension fund**

EIN: \_\_\_\_\_

**Part 14: Signature and Declaration**

**WARNING** -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

I have examined the information in this *Statement of Financial Affairs* and any attachments and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 05/23/2023  
 MM / DD / YYYY

**X** /s/ Boris Lipchin

Printed name Boris Lipchin

Signature of individual signing on behalf of the debtor

Position or relationship to debtor Chief Executive Officer

**Are additional pages to *Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy* (Official Form 207) attached?**

☐ No

☒ Yes

**SOFA 1**

Insider's Name	Address	Relationship to the Debtor	Payment Date	Payment	
				Amount	Reason for Payment or Transfer
Lipchin, Boris	Address on File	Director	5/31/22	\$9,791.67	Salary
Lipchin, Boris	Address on File	Director	6/15/22	\$9,791.67	Salary
Lipchin, Boris	Address on File	Director	6/30/22	\$9,791.67	Salary
Lipchin, Boris	Address on File	Director	7/15/22	\$9,791.67	Salary
Lipchin, Boris	Address on File	Director	7/26/22	\$275,000.00	Loan
Lipchin, Boris	Address on File	Director	7/29/22	\$9,791.67	Salary
Lipchin, Boris	Address on File	Director	8/15/22	\$9,791.67	Salary
Lipchin, Boris	Address on File	Director	8/31/22	\$9,791.67	Salary
Lipchin, Boris	Address on File	Director	9/15/22	\$9,791.67	Salary
Lipchin, Boris	Address on File	Director	9/30/22	\$9,791.67	Salary
Lipchin, Boris	Address on File	Director	10/14/22	\$9,791.67	Salary
Lipchin, Boris	Address on File	Director	10/31/22	\$9,791.67	Salary
Lipchin, Boris	Address on File	Director	11/15/22	\$9,791.67	Salary
Lipchin, Boris	Address on File	Director	11/30/22	\$9,791.67	Salary
Lipchin, Boris	Address on File	Director	12/15/22	\$9,791.67	Salary
Lipchin, Boris	Address on File	Director	12/30/22	\$9,791.67	Salary
Lipchin, Boris	Address on File	Director	1/13/23	\$9,791.67	Salary
Lipchin, Boris	Address on File	Director	1/31/23	\$9,791.67	Salary
Lipchin, Boris	Address on File	Director	2/15/23	\$9,791.67	Salary
Lipchin, Boris	Address on File	Director	2/28/23	\$9,791.67	Salary
Lipchin, Boris	Address on File	Director	3/15/23	\$9,791.67	Salary
Lipchin, Boris	Address on File	Director	3/31/23	\$9,791.67	Salary
Lipchin, Boris	Address on File	Director	4/14/23	\$9,791.67	Salary
Lipchin, Boris	Address on File	Director	4/28/23	\$9,791.67	Salary
Lipchin, Boris	Address on File	Director	5/15/23	\$9,791.67	Salary
Mottershead, Cynthia Jean (Cindy)	Address on File	Officer	5/31/22	\$13,125.00	Salary
Mottershead, Cynthia Jean (Cindy)	Address on File	Officer	6/15/22	\$13,125.00	Salary
Mottershead, Cynthia Jean (Cindy)	Address on File	Officer	6/30/22	\$13,125.00	Salary
Mottershead, Cynthia Jean (Cindy)	Address on File	Officer	7/15/22	\$13,125.00	Salary
Mottershead, Cynthia Jean (Cindy)	Address on File	Officer	7/29/22	\$13,125.00	Salary
Mottershead, Cynthia Jean (Cindy)	Address on File	Officer	8/9/22	\$14,868.97	Supplemental pay: Bonus
Mottershead, Cynthia Jean (Cindy)	Address on File	Officer	8/15/22	\$13,125.00	Salary
Mottershead, Cynthia Jean (Cindy)	Address on File	Officer	8/31/22	\$13,125.00	Salary
Mottershead, Cynthia Jean (Cindy)	Address on File	Officer	9/15/22	\$13,125.00	Salary
Mottershead, Cynthia Jean (Cindy)	Address on File	Officer	9/30/22	\$13,125.00	Salary
Mottershead, Cynthia Jean (Cindy)	Address on File	Officer	10/14/22	\$13,125.00	Salary
Mottershead, Cynthia Jean (Cindy)	Address on File	Officer	10/31/22	\$13,125.00	Salary
Mottershead, Cynthia Jean (Cindy)	Address on File	Officer	11/15/22	\$13,125.00	Salary
Mottershead, Cynthia Jean (Cindy)	Address on File	Officer	11/30/22	\$13,125.00	Salary
Mottershead, Cynthia Jean (Cindy)	Address on File	Officer	12/15/22	\$13,125.00	Salary
Mottershead, Cynthia Jean (Cindy)	Address on File	Officer	12/30/22	\$13,125.00	Salary
Mottershead, Cynthia Jean (Cindy)	Address on File	Officer	1/13/23	\$13,125.00	Salary
Mottershead, Cynthia Jean (Cindy)	Address on File	Officer	1/31/23	\$13,125.00	Salary
Mottershead, Cynthia Jean (Cindy)	Address on File	Officer	2/15/23	\$13,125.00	Salary
Mottershead, Cynthia Jean (Cindy)	Address on File	Officer	2/28/23	\$13,125.00	Salary
Mottershead, Cynthia Jean (Cindy)	Address on File	Officer	3/15/23	\$13,125.00	Salary
Mottershead, Cynthia Jean (Cindy)	Address on File	Officer	3/31/23	\$13,125.00	Salary
Mottershead, Cynthia Jean (Cindy)	Address on File	Officer	4/14/23	\$13,125.00	Salary
Niles, Thomas Loder (Thos)	Address on File	Director	6/1/22	\$10,416.67	Supplemental pay: Severance
Niles, Thomas Loder (Thos)	Address on File	Director	6/15/22	\$10,416.67	Supplemental pay: Severance
Niles, Thomas Loder (Thos)	Address on File	Director	7/1/22	\$10,416.67	Supplemental pay: Severance
Niles, Thomas Loder (Thos)	Address on File	Director	7/15/22	\$10,416.67	Supplemental pay: Severance
Niles, Thomas Loder (Thos)	Address on File	Director	8/1/22	\$10,416.67	Supplemental pay: Severance
Niles, Thomas Loder (Thos)	Address on File	Director	8/15/22	\$10,416.67	Supplemental pay: Severance
Niles, Thomas Loder (Thos)	Address on File	Director	9/1/22	\$10,416.67	Supplemental pay: Severance
Niles, Thomas Loder (Thos)	Address on File	Director	9/15/22	\$10,416.67	Supplemental pay: Severance
Niles, Thomas Loder (Thos)	Address on File	Director	9/30/22	\$10,416.67	Supplemental pay: Severance
Maloley, Brett Justin	Address on File	Officer	12/30/22	\$8,333.33	Salary
Maloley, Brett Justin	Address on File	Officer	12/15/22	\$8,333.33	Salary
Maloley, Brett Justin	Address on File	Officer	11/30/22	\$8,333.33	Salary
Maloley, Brett Justin	Address on File	Officer	11/15/22	\$8,333.33	Salary
Maloley, Brett Justin	Address on File	Officer	10/31/22	\$8,333.33	Salary
Maloley, Brett Justin	Address on File	Officer	10/14/22	\$8,333.33	Salary
Maloley, Brett Justin	Address on File	Officer	9/30/22	\$8,333.33	Salary

Maloley, Brett Justin	Address on File	Officer	9/15/22	\$8,333.33	Salary
Maloley, Brett Justin	Address on File	Officer	8/31/22	\$8,333.33	Salary
Maloley, Brett Justin	Address on File	Officer	8/15/22	\$8,333.33	Salary
Maloley, Brett Justin	Address on File	Officer	7/29/22	\$8,333.33	Salary
Maloley, Brett Justin	Address on File	Officer	7/15/22	\$8,333.33	Salary
Maloley, Brett Justin	Address on File	Officer	6/30/22	\$8,333.33	Salary
Maloley, Brett Justin	Address on File	Officer	6/15/22	\$8,333.33	Salary
Maloley, Brett Justin	Address on File	Officer	5/31/22	\$8,333.33	Salary
Maloley, Brett Justin	Address on File	Officer	5/13/22	\$8,333.33	Salary
Maloley, Brett Justin	Address on File	Officer	4/29/22	\$8,333.33	Salary
Maloley, Brett Justin	Address on File	Officer	4/15/22	\$8,333.33	Salary
Maloley, Brett Justin	Address on File	Officer	3/31/22	\$8,333.33	Salary
Maloley, Brett Justin	Address on File	Officer	3/15/22	\$8,333.33	Salary
Maloley, Brett Justin	Address on File	Officer	2/28/22	\$8,333.33	Salary
Maloley, Brett Justin	Address on File	Officer	2/15/22	\$8,333.33	Salary
Maloley, Brett Justin	Address on File	Officer	1/31/22	\$8,333.33	Salary
Maloley, Brett Justin	Address on File	Officer	1/14/22	\$8,333.33	Salary
Maloley, Brett Justin	Address on File	Officer	5/15/23	\$0.04	Salary
Maloley, Brett Justin	Address on File	Officer	4/28/23	\$0.04	Salary
Maloley, Brett Justin	Address on File	Officer	4/14/23	\$0.04	Salary
Maloley, Brett Justin	Address on File	Officer	3/31/23	\$0.04	Salary
Maloley, Brett Justin	Address on File	Officer	3/15/23	\$0.04	Salary
Maloley, Brett Justin	Address on File	Officer	2/28/23	\$0.04	Salary
Maloley, Brett Justin	Address on File	Officer	2/15/23	\$8,333.33	Salary
Maloley, Brett Justin	Address on File	Officer	1/31/23	\$8,333.33	Salary
Maloley, Brett Justin	Address on File	Officer	1/13/23	\$8,333.33	Salary
Maloley, Brett Justin	Address on File	Officer	12/23/22	\$54,905.50	Supplemental pay: Commissions
Maloley, Brett Justin	Address on File	Officer	11/10/22	\$59,110.43	Supplemental pay: Commissions
Maloley, Brett Justin	Address on File	Officer	10/7/22	\$100,520.45	Supplemental pay: Commissions
Maloley, Brett Justin	Address on File	Officer	9/12/22	\$224,412.84	Supplemental pay: Commissions
Maloley, Brett Justin	Address on File	Officer	8/9/22	\$222,471.75	Supplemental pay: Commissions
Maloley, Brett Justin	Address on File	Officer	7/6/22	\$334,472.00	Supplemental pay: Commissions
Maloley, Brett Justin	Address on File	Officer	6/13/22	\$315,589.05	Supplemental pay: Commissions
Maloley, Brett Justin	Address on File	Officer	1/25/23	\$20,148.20	Supplemental pay: Commissions
Rubin, Alan	Address on File	Director	1/3/23	\$10,000.00	Vendor payment
Rubin, Alan	Address on File	Director	12/6/22	\$10,000.00	Vendor payment
Rubin, Alan	Address on File	Director	11/7/22	\$10,000.00	Vendor payment
Rubin, Alan	Address on File	Director	10/5/22	\$20,000.00	Vendor payment
Rubin, Alan	Address on File	Director	9/9/22	\$20,000.00	Vendor payment
Rubin, Alan	Address on File	Director	8/5/22	\$20,000.00	Vendor payment
Rubin, Alan	Address on File	Director	7/11/22	\$20,000.00	Vendor payment
Rubin, Alan	Address on File	Director	6/8/22	\$20,000.00	Vendor payment
Rubin, Alan	Address on File	Director	3/31/23	\$10,000.00	Vendor payment
Rubin, Alan	Address on File	Director	2/28/23	\$10,000.00	Vendor payment
Rubin, Alan	Address on File	Director	2/1/23	\$10,000.00	Vendor payment